

MARY ANN SMITH
Deputy Commissioner
MIRANDA LEKANDER
Assistant Chief Counsel
KENNY V. NGUYEN (State Bar No. 233385)
Senior Counsel
Department of Business Oversight
1515 K Street, Suite 200
Sacramento, California 95814
Telephone: (916) 322-8782
Facsimile: (916) 445-8730
Attorneys for Complainant

BEFORE THE DEPARTMENT OF BUSINESS OVERSIGHT
OF THE STATE OF CALIFORNIA

In the Matter of:)	CRD NUMBER: 142144
)	
THE COMMISSIONER OF BUSINESS)	CONSENT ORDER
OVERSIGHT,)	
)	
Complainant,)	
)	
v.)	
)	
TIBURON RESEARCH GROUP, INC,)	
)	
Respondent.)	
)	

This Consent Order is entered between the Department of Business Oversight (Department) through the Commissioner of Business Oversight (Commissioner), on the one hand, and Tiburon Research Group, Inc. on the other hand (hereafter, the Parties), and is made with respect to the following:

RECITALS

A. At all relevant times, Tiburon Research Group, Inc. (Tiburon) was a California company formed in January 2004 with a current business address of 500 Bristol Court, Foster City, California 94404. Tiburon is an investment adviser registered with the Commissioner under section

25230 of the Corporate Securities Law of 1968 (CSL) since at least June 4, 2002. (Up until December 31, 2004, Tiburon was registered under its former name, Retail Stock Investor LLC.)

B. Since its registration in June 2002, Tiburon's investment adviser certificate has twice been revoked for failure to pay renewal fees, once on February 10, 2005 and again on January 31, 2017. Tiburon did not have an effective registration with the Commissioner allowing it to act as an investment adviser during the period January 1, 2017 to January 16, 2018, when it sought to apply for a new registration certificate.

C. Tiburon has engaged in investment advisor services for an institutional client. In exchange for its investment advising and consulting services to the institutional client, Tiburon has received compensation of at least \$738,329 since January 1, 2017.

D. The Commissioner is of the opinion that Tiburon Research Group, Inc. conducted business as an investment adviser beginning January 1, 2017 without first applying for and securing from the Commissioner a certificate, then in effect, authorizing the investment adviser to do so, in violation of Corporations Code section 25230, subdivision (a).

E. Tiburon admits to paragraphs A through D of this Recital, admits to the jurisdiction of the Commissioner with respect to the subject matter hereof, and agrees to the execution of this Consent Order as a resolution of the matter without the need to initiate litigation.

F. The Commissioner finds this Consent Order is appropriate, in the public interest, for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the CSL.

NOW THEREFORE, in consideration of the foregoing, and the terms and conditions set forth herein, the Parties agree as follows:

TERMS AND CONDITIONS

1. Purpose. The purpose of this Consent Order is to resolve the foregoing issues in a manner that avoids the expense of a hearing and possible other court proceedings.

2. Desist and Refrain Order. Tiburon Research Group, Inc. is hereby ordered to desist and refrain from conducting business as an investment adviser in this state unless Tiburon Research Group, Inc. has first applied for and secured from the Commissioner a certificate, then in effect,

1 authorizing Tiburon Research Group, Inc. to do so or unless Tiburon Research Group, Inc. is
2 exempted by the provisions of Chapter 1 (commencing with Corporations Code section 25200) or is
3 subject to Corporations Code section 25230.1.

4 3. Order Levying Administrative Penalty. Tiburon agrees to pay an administrative
5 penalty, pursuant to Corporations Code section 25252, subdivision (b), in an amount of \$5,000.00
6 due and payable to the Department within 10 days of execution of this Consent Order. It shall be
7 paid by check made payable to the "Department of Business Oversight," and mailed to the attention
8 of: Accounting, Department of Business Oversight, 1515 K Street, Suite 200, Sacramento,
9 California 95814. Notice of payment shall be made to Kenny V. Nguyen, Senior Counsel, at
10 Department of Business Oversight, 1515 K Street, Suite 200, Sacramento, California 95814 or by
11 email at Kenny.Nguyen@dbo.ca.gov.

12 4. Waiver of Hearing Rights. Tiburon has read this Consent Order, is aware of its
13 rights to a hearing and appeal in this matter if a formal enforcement action had been commenced to
14 request the relief specified under this Consent Order, and elects to permanently waive any right to a
15 hearing and appeal, including those rights under the CSL, the California Administrative Procedures
16 Act (Gov. Code, § 11400 et seq.), and the Code of Civil Procedure with respect to the issuance of
17 the Desist and Refrain Order specified in Paragraph 2 and the Order Levying Administrative
18 Penalty specified in Paragraph 3.

19 5. Future Actions by the Commissioner. The Parties acknowledge and agree that nothing
20 contained in this Consent Order shall operate to limit the Commissioner's ability to assist any other
21 (county, state or federal) agency with any prosecution, administrative, civil or criminal, brought by
22 any such agency against Tiburon based upon the subject matter hereof or otherwise. This Consent
23 Order shall not limit the ability of the Commissioner to bring any administrative or civil action to
24 enforce compliance with this Consent Order or to seek penalties for its violation. Further, the
25 Commissioner reserves the right to bring any future action(s) against Tiburon or any of the managers,
26 officers, directors, shareholders or employees of Tiburon for all unknown or future violations of the
27 CSL.

28 6. Payment of 2017 Registration Fee. Tiburon agrees to pay all registration fees owed to

1 the Department currently due, including for year 2017. Payment shall be made within 10 days of
2 execution of this Consent Order. No new registration will be approved until all outstanding
3 registration fees and penalties are paid.

4 7. Independent Legal Advice. Tiburon represents, warrants, and agrees that it has had
5 the opportunity to seek independent advice from legal counsel and/or representative with respect to
6 the advisability of executing this Consent Order.

7 8. No Other Representation. Each of the Parties represents, warrants, and agrees that in
8 executing this Consent Order each has relied solely on the statements set forth herein and the advice
9 of its own counsel and/or representative. Each of the Parties further represents, warrants, and agrees
10 that in executing this Consent Order it has placed no reliance on any statement, representation, or
11 promise of any other party, or any other person or entity not expressly set forth herein, or upon the
12 failure of any party or any other person or entity to make any statement, representation or disclosure
13 of anything whatsoever. The Parties have included this clause: (1) to preclude any claim that any
14 party was in any way fraudulently induced to execute this Consent Order; and (2) to preclude the
15 introduction of parol evidence to vary, interpret, supplement, or contradict the terms of this Consent
16 Order.

17 9. Modifications and Qualified Integration. No amendment, change, or modification to
18 this Consent Order shall be valid or binding to any extent unless it is in writing and signed by all the
19 Parties affected by it.

20 10. Full Integration. This Consent Order is the final written expression and the complete
21 and exclusive statement of all the agreements, conditions, promises, representations, and covenants
22 between the Parties with respect to the subject matter hereof, and supersedes all prior or
23 contemporaneous agreements, negotiations, representations, understandings, and discussions between
24 and among the parties, their respective representatives, and any other person or entity, with respect to
25 the subject matter covered hereby.

26 11. No Presumption from Drafting. In that the Parties have had the opportunity to draft,
27 review and edit the language of this Consent Order, no presumption for or against any party arising
28 out of drafting all or any part of this Consent Order will be applied in any action relating to,

1 connected, to, or involving this Consent Order. Accordingly, the Parties waive the benefit of Civil
2 Code section 1654 and any successor or amended statute, providing that in cases of uncertainty,
3 language of a contract should be interpreted most strongly against the party who caused the
4 uncertainty to exist.

5 12. Effect Upon Future Proceedings. If Tiburon applies for any license, permit or
6 qualification under the Commissioner's current or future jurisdiction, or is the subject of any future
7 action by the Commissioner to enforce this Consent Order, then the subject matter hereof shall be
8 admitted for the purpose of such application(s) or enforcement proceedings(s).

9 13. Counterparts. This Consent Order may be executed in one or more counterparts, each
10 of which shall be an original but all of which, together, shall be deemed to constitute a single
11 document.

12 14. Terms, Headings and Governing Law. All terms used, but not defined herein, shall
13 have the meaning assigned to them by the CSL. The headings to the paragraphs of this Consent
14 Order are inserted for convenience only and will not be deemed a part hereof or affect the
15 construction or interpretation of the provisions hereof. This Consent Order shall be construed and
16 enforced in accordance with, and governed by, the laws of the State of California.

17 15. Authority for Settlement. Each party warrants and represents that such party is fully
18 entitled and duly authorized to enter and deliver this Consent Order. In particular, and without
19 limiting the generality of the foregoing, each party warrants and represents that it is fully entitled to
20 enter the covenants, and undertake the obligations set forth herein.

21 16. Public Record. Tiburon acknowledges that this Consent Order is a public record.
22 Tiburon further understands and agrees to not make any statement or representation that is
23 inconsistent with the Consent Order.

24 17. Voluntary Agreement. The Parties each represent and acknowledge that in executing
25 this Consent Order, each does so completely voluntarily and without any duress or undue influence of
26 any kind from any source.

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1 18. Effective Date: This Consent Order shall become effective when executed by the
2 Commissioner or her designee and transmitted by electronic mail (email) to Tiburon at
3 rob@tiburonresearchgroup.com.
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5 Dated: May 9, 2018

JAN LYNN OWEN
Commissioner of Business Oversight

7 By _____
8 MARY ANN SMITH
9 Deputy Commissioner
10 Enforcement Division

11 Dated: May 8, 2018

TIBURON RESEARCH GROUP, INC.

13 By: _____
14 ROBERT CHURCH WILSON IV
15 President